

Exhibit 2

**THE UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF ILLINOIS**

**CARRIE CASTILLO, ANASTASSIA
LETOURNEAU, and JACQUELYN MYHRE,
on behalf of themselves and all others similarly
situated,**

Plaintiffs,

-against-

NOODLES & COMPANY,

Defendant.

No. 16-cv-3036

Hon. Andrea R. Wood

**DECLARATION OF GREGG I. SHAVITZ IN SUPPORT OF PLAINTIFFS'
MOTION FOR APPROVAL OF SETTLEMENT, SERVICE
AWARD, AND ATTORNEYS' FEES AND COSTS**

I, Gregg I. Shavitz, declare as follows:

1. I am a partner and founder of the law firm of Shavitz Law Group, P.A. ("SLG") Plaintiffs' counsel herein. SLG is a 7-attorney firm based in Boca Raton, Florida that focuses on representing workers as plaintiffs in employment-related matters, including claims based upon individual and class-wide violations of state and federal wage and hour laws. We serve as putative Class Counsel in this matter, along with Outten & Golden LLP ("O&G"), Rowdy Meeks Legal Group LLC ("Meeks") and Lewis Kuhn Swan PC ("LKS").

2. Along with lawyers from O&G, Meeks and LKS, I have been one of the lawyers primarily responsible for the prosecution of Plaintiffs' claims on behalf of the collective in the above-styled matter.

3. I make these statements based on personal knowledge and would so testify if called as a witness.

Firm Background

4. SLG has significant experience prosecuting wage and hour class and collective actions such as this one.

5. Since the founding of SLG in 1999, the firm has represented employees in thousands of unpaid overtime and minimum wage claims in both individual cases and collective & class actions in Florida and across the United States. The firm is highly experienced in collective and class action litigation for unpaid wages.

6. In recent years, the firm has served or been appointed as class counsel or co-class counsel in the following cases, among others:

McCue v. MB Financial, Inc. et al., E.D. Ill. Case No. 15 cv 988

Robbins v. Abercrombie & Fitch Co., W.D.N.Y. Case No. 15-cv-6187

Besic v. Byline Bank, Inc., et al., N.D. Ill. Case No.15 C 8003

Danley v. Office Depot, Inc., et al., S.D.F.L. Case No. 9:14-cv-81469-KAM

Long v. HSBC USA Inc., S.D.N.Y. Case No. 14-cv-6233

Prena v. BMO Financial Corp., et al., N.D. Ill. Case No. 1:14-cv-09175

Davis v. Armed Forces Bank, N.A., Case No. 562015 CA 000814 (July 29, 2015 Order - Circuit Court 19th Judicial Circuit in & for St. Lucie County).

Puglisi v. TD Bank N.A., E.D.N.Y. Case 13 Civ 6037 (2014-2015)

Roberts v. TJX Companies, Inc., et al., D. Mass. Case No. 13-cv-13142

Stallard v. Fifth Third Bank, et al, P.A.W.D. Case No. 2:12-cv-01092

Amador v. Morgan Stanley & Co, LLC. S.D.N.Y. Case 11 Civ 4326

Calabresi v. TD Bank, N.A., E.D.N.Y. Case No. 13 Civ. 0637

Wright v. Flagstar Bank FSB et al., E.D. MI. Case No. 13 Civ. 15069

Zeltser v. Merrill Lynch & Co., Inc., et al., S.D.N.Y. Case No. 13 Civ 1531

Clem v. Keybank, N.A., S.D.N.Y. Case No. 13 Civ. 789

Yuzary v. HSBC Bank USA, N.A., S.D.N.Y. Case No. 12 Civ. 3693

Beckman v. KeyBank, N.A., S.D.N.Y. Case No. 12 Civ. 7836

Hernandez v. Merrill Lynch & Co., Inc., et al., S.D.N.Y. Case No. 11 Civ. 8472

*Palacio v. E*TRADE Financial Corp., et al.*, S.D.N.Y. Case No. 10 Civ. 4030

Stewart v. Prince Telecom, et al., S.D.N.Y. Case No. 10-civ-4881

Fiore v. Goodyear Tire & Rubber Co., M.D. Fla. Case No. 2:09-CV-843-FtM-29SPC

Hosier v. Mattress Firm, Inc., M.D. Fla. Case No. 3:10-cv-00294-TJC-JRK

Nash v. CVS Caremark Corp., D.R.I. Case No. 09 Civ. 79

Romero v. Florida Power & Light Company, M.D. Fla. Case No. 6:09-cv-1401-Orl-35-GJK

Saliford v. Regions Financial Corp. et al., S.D. Fla. Case No. 10-610310-CIV-Torres

Raley v. Kohl's Corporation, et al., M.D. Fla. Case No. 8:09-cv-2340

Simpkins v. Pulte Home Corporation, M.D. Fla. 6:08-cv-00130-PCF-DAB

Biscoe-Grey v. Sears Holding Corp., S.D. Fla. Case No. 09-81408-Civ-Marra / Johnson

Mayfield v. Lennar Corp., M.D. Fla. Case No. 6:08-cv-426-Orl-31-DAB

Ellerd v. County of Los Angeles, C.D. Cal. Case No. CV05-1211 SVW (CWX)

Cerrone v. KB Home Florida, LLC et al., S.D. Fla. Case No. 07-14402-Civ-Martinez

Lewis v. Iowa College Acq. Corp. & Kaplan Higher Educ. Corp., S. D. Fla. Case No. 08-61011-Civ-Jordan

Patterson v. Palm Beach County School Board, S. D. Fla. Case No. 07-80240-Civ-Hurley

7. I am an experienced trial attorney and member of the bar of the U.S. District Court for the Southern District of Florida and the Florida Bar since 1994, and am AV rated by

Martindale Hubbell. My practice concentrates on representing Plaintiffs in FLSA cases. I have represented tens of thousands of such Plaintiffs over that period of time. Additionally, I have lectured in the past at seminars sponsored by the Labor and Employment Section of the Florida Bar, and have spoken at the Labor and Employment Section Certification Review Seminar on two separate occasions as well as the Academy of Florida Trial Lawyers Workhorse Seminars. I have also been awarded Florida Trend Magazine's Legal Elite for various years including 2014 in the area of Labor & Employment law; South Florida Legal Guide – Top Lawyer – Wage and Hour law – 2009-2016; Top Lawyer Up and Comer – Wage and Hour law – 2004, 2006, and 2009; and South Florida Legal Guide – Top Lawyers List – 2009-2016; among other awards and honors. I have also earned the distinction of Top Lawyer in Palm Beach Illustrated (2011) and am a lifelong fellow of the Florida Bar Foundation.

8. I have held the highest AV Peer Review Rating from LexisNexis Martindale-Hubbell for preeminent attorneys from 2000 to the present.

9. I am a graduate of the University of Miami School of Law with an undergraduate degree from Tufts University.

10. I have been admitted to the Florida Bar since 1994 and am also admitted to U.S. District Courts for the Southern, Middle and Northern Districts of Florida, the U.S. Eleventh Circuit Court of Appeals and U.S. Third Circuit Court of Appeals.

11. Attorney Alan L. Quiles has been an attorney at SLG since 2014. Mr. Quiles is an employment attorney with 21 years' experience litigating complex commercial and employment matters as well as wage and hour class and collective cases. He has represented both employees and management in federal and state courts throughout the United States and before various administrative agencies. Mr. Quiles has litigated cases involving claims of

discrimination, harassment, retaliation and wage and hour claims under a variety of statutes including Title VII, the ADA, the ADEA, the FMLA, Federal and Florida civil rights laws, the FLSA, and state and federal whistleblower laws. He has arbitrated a number of claims before the NASD (now FINRA). Mr. Quiles also has extensive experience litigating restrictive covenants. Mr. Quiles has federal and state court trial experience representing both labor and management. Mr. Quiles also lectures and presents seminars on various employment law topics. Mr. Quiles has been a member of the Florida Bar since 1995 when he received her Juris Doctor degree from Cornell University Law School. He joined SLG in 2014 after garnering years of experience as a Labor & Employment partner at Ruden McCloskey PA in Ft. Lauderdale, Florida. Mr. Quiles is also admitted to the Texas Bar, the U.S. District Courts for the Southern District of Florida, the Middle District of Florida, the Southern District of Texas, the Eastern District of Texas and the District of Colorado, as well as the Ninth and Eleventh Circuit Courts of Appeals. Mr. Quiles also is AV-Preeminent rated by Martindale Hubble.

Expenses Incurred in the Litigation

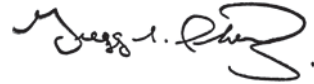
SLG, along with O&G, Meeks and LKS advanced all of the incurred litigation expenses for the benefit of the Plaintiffs and the putative collective members. The costs were necessary for the representation of the Plaintiffs and the putative collective. SLG incurred \$1,485.82 in costs, which are outlined below:

Expense	Amount
Transportation (airlines, taxis, parking, mileage, tolls)	\$1,482.15
Meals	\$3.67
Totals	\$1,485.82

I declare under penalty of perjury, under 28 U.S.C. § 1746, that the foregoing is true and correct.

Dated: November 30, 2016
Boca Raton, Florida

Respectfully submitted,
SHAVITZ LAW GROUP, P.A.

A handwritten signature in black ink, appearing to read "Gregg I. Shavitz", with a stylized flourish at the end.

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